

**Schedule 2**

**Proposed Rejection Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

**Re: D.I. [●]**

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY  
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF  
MARCH 31, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)<sup>2</sup> of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Contract and Leases listed on **Schedule 1** attached hereto are hereby rejected as of March 31, 2025 (the “**Rejection Date**”).

2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

**Schedule 1**

**Schedule of Rejected Contracts and Leases**

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
1	Big Lots, Inc.	JumpMind, Inc.	4100 Regent St, Suite E	Columbus	OH	43219	USA	Customer Order Form and Production Support Subscription Agreement	3/31/2025
2	Big Lots, Inc.	JumpMind, Inc.	4016 Townsfair Way	Columbus	OH	43219	USA	Amendment to Independent Contractor Agreement	3/31/2025
3	Big Lots, Inc.	Keter Environmental Services	4 High Ridge Park	Stamford	CT	06905	USA	Service Agreement	3/31/2025
4	Big Lots Stores, LLC	Keter Environmental Services, LLC	4 High Ridge Park	Stamford	CT	06905	USA	Services Agreement	3/31/2025
5	Big Lots, Inc.	Koorsen Fire & Security	727 Manor Park Drive	Columbus	OH	43228	USA	Proposal for Fire System Installation	3/31/2025
6	Big Lots, Inc.	Kronos	Cross Point, 900 Chelmsford St	Lowell	MA	01851-	USA	Project Change Order	3/31/2025
7	Durant DC, LLC	Kronos	Cross Point, 900 Chelmsford St	Lowell	MA	01851-	USA	Support Services Quote	3/31/2025
8	Big Lots, Inc.	Kronos Incorporated	900 Chelmsford Street	Lowell	MA	01851	USA	Order Form for Professional Services	3/31/2025
9	Big Lots, Inc.	Kronos Incorporated	297 Billenca Road	Chelmsford	MA	01824	USA	Support Services Quote	3/31/2025
10	Big Lots, Inc.	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Order Form for Professional Services	3/31/2025
11	Big Lots, Inc.	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Statement of Work for Kronos Solution Services	3/31/2025
12	Big Lots, Inc.	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Support Services Agreement	3/31/2025
13	Big Lots, Inc.	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Order Form for Software and Professional Services	3/31/2025
14	Big Lots, Inc.	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Statement of Work for Kronos Workforce Solution	3/31/2025
15	Big Lots, Inc.	KRONOS INCORPORATED	3535 Queen Mary Road Suite 650	Montreal	Quebec	H3V 1H8	Canada	Support Services Quote	3/31/2025
16	Big Lots, Inc.	Kronos Incorporated	297 Billenca Road	Chelmsford	MA	01824	USA	Order Form	3/31/2025
17	Big Lots, Inc.	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Equipment Support Agreement	3/31/2025
18	Big Lots, Inc.	Kronos Incorporated	297 Billenca Road	Chelmsford	MA	01824	USA	Order Form	3/31/2025
19	Big Lots, Inc.	Kronos Incorporated	297 Billenca Road	Chelmsford	MA	01824	USA	Confidentiality Agreement	3/31/2025
20	Durant DC, LLC	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Sales Agreement and Software License	3/31/2025
21	Durant DC, LLC	Kronos Incorporated	297 Billerica Road	Chelmsford	MA	01824	USA	Sales Agreement and Software License	3/31/2025
22	Big Lots, Inc.	Kronos Incorporated, f/k/a Empower Software Solutions	Cross Point, 900 Chelmsford St	Lowell	MA	01851-	USA	Change Management Request for Automatic Addition of Minutes to In/Out Punches	3/31/2025
23	Big Lots, Inc.	Lazer Logistics	6525 Shiloh Rd #900	Alpharetta	GA	30005	USA	Services Agreement	3/31/2025
24	Great Basin, LLC	Lazer Spot, Inc.	6525 Shiloh Road Suite 900	Alpharetta	Georgia	30005	USA	Trailer Spotting and Shuttling Agreement	3/31/2025
25	Great Basin, LLC	Lazer Spot, Inc.	6525 Shiloh Road Suite 900	Alpharetta	Georgia	30005	USA	Addendum to Spotting and Shuttling Agreement	3/31/2025
26	Big Lots, Inc.	Link Logistics Group	109 N Park Ln	Lincolnton	NC	28092	USA	Services Agreement	3/31/2025
27	Big Lots Management, LLC	LinkedIn Corporation	1000 W. Maude Avenue	Sunnyvale	CA	94085	USA	Order Form	3/31/2025

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
28	Big Lots Management, LLC	LinkedIn Corporation	1000 W. Maude Avenue	Sunnyvale	CA	94085	USA	Order Form	3/31/2025
29	Big Lots, Inc.	LinkedIn Corporation	1000 W. Maude Avenue	Sunnyvale	CA	94085	USA	Order Form	3/31/2025
30	Big Lots, Inc.	LinkedIn Corporation	2029 Stierlin Ct.	Mountain View	CA	94043	USA	Order Form	3/31/2025
31	Big Lots, Inc.	LinkedIn Corporation	2029 Stierlin Ct.	Mountain View	CA	94043	USA	Order Form	3/31/2025
32	Big Lots, Inc.	LinkedIn Corporation	2029 Stierlin Ct.	Mountain View	CA	94043	USA	Corporate Subscription Agreement	3/31/2025
33	Big Lots, Inc.	Logility Inc.	470 East Paces Ferry Road	Atlanta	GA	30305	USA	Confidentiality Agreement	3/31/2025
34	Big Lots, Inc.	Logility, Inc.	470 East Paces Ferry Road, N.E.	Atlanta	Georgia	30305	USA	Consulting Services Agreement	3/31/2025
35	Big Lots, Inc.	Logility, Inc.	470 East Paces Ferry Road, N.E.	Atlanta	Georgia	30305	USA	Consulting Services Agreement	3/31/2025
36	Big Lots, Inc.	Logility, Inc.	470 East Paces Ferry Road, N.E.	Atlanta	Georgia	30305	USA	Consulting Services Agreement	3/31/2025
37	Big Lots, Inc.	Logility, Inc.	470 East Paces Ferry Road, N.E.	Atlanta	Georgia	30305	USA	Consulting Services Agreement	3/31/2025
38	Big Lots, Inc.	Logility, Inc.	470 E. Paces Ferry Rd.	Atlanta	GA	30305	USA	Basic License Agreement	3/31/2025
39	Big Lots, Inc.	Manhattan Associates	2300 Windy Ridge Parkway NE	Atlanta	Georgia	30339	USA	Statement of Work for modifying Specialty Food Labels and Carton Labels	3/31/2025
40	Big Lots, Inc.	Manhattan Associates	2300 Windy Ridge Parkway NE	Atlanta	Georgia	30339	USA	Statement of Work (SOW) for Professional Services	3/31/2025
41	Big Lots, Inc.	Manhattan Associates	2300 Windy Ridge Parkway NE	Atlanta	Georgia	30339	USA	Statement of Work (SOW) for WMS Work Order/VAS workflows - Adhoc Support hours	3/31/2025
42	Big Lots, Inc.	Manhattan Associates	123 Main St.	Atlanta	GA	30301	USA	Enhancement Agreement	3/31/2025
43	Big Lots Stores, LLC	Manhattan Associates	2300 Windy Ridge Parkway NE	Atlanta	Georgia	30339	USA	Statement of Work (SOW) for Professional Services	3/31/2025
44	Big Lots, Inc.	Manhattan Associates	2300 Windy Ridge Parkway NE Tenth Floor	Atlanta	Georgia	30339	USA	Statement of Work (SOW) for Professional Services	3/31/2025
45	Closeout Distribution, LLC	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Agreement for Hardware and Software Support Renewal	3/31/2025
46	Big Lots, Inc.	Manhattan Associates, Inc.	Global Headquarters 2300 Windy Ridge Parkway NE Tenth Floor	Atlanta	Georgia	30339	USA	Professional Services Agreement	3/31/2025
47	Big Lots Stores, LLC	Manhattan Associates, Inc.	2300 Windy Ridge Parkway, Tenth Floor	Atlanta	GA	30339	USA	Amendment to Software License, Services, Support and Enhancements	3/31/2025
48	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway NE	Atlanta	Georgia	30339	USA	Professional Services Agreement	3/31/2025
49	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway NE	Atlanta	Georgia	30339	USA	Professional Services Agreement	3/31/2025
50	Big Lots, Inc.	Manhattan Associates, Inc.	1234 Example St.	Atlanta	GA	30301	USA	Extension Specification for Custom Receiving Validations	3/31/2025
51	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway 10th Floor	Atlanta	GA	30339	USA	Services Acknowledgement for FourKites Integration	3/31/2025
52	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Pkwy., 10th Floor	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
53	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
54	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
55	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
56	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Agreement for Vocollect Support Renewal	3/31/2025
57	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
58	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
59	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway, Tenth Floor	Atlanta	GA	30339	USA	SaaS Services Agreement	3/31/2025
60	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway, Tenth Floor	Atlanta	GA	30339	USA	Amendment to Third-Party Product Purchase Addendum	3/31/2025
61	Big Lots, Inc.	Manhattan Associates, Inc.	200 Manhattan Parkway	Atlanta	GA	30339	USA	Implementation Services Agreement	3/31/2025
62	Big Lots, Inc.	Manhattan Associates, Inc.	123 Main St.	Atlanta	GA	30301	USA	Implementation Services Statement of Work	3/31/2025
63	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Statement of Work for Extension Services	3/31/2025
64	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Statement of Work for Design Services	3/31/2025
65	CSC Distribution LLC	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Agreement for Vocollect Hardware and Software Support Renewal	3/31/2025
66	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Software License, Services, Support and Enhancements Agreement	3/31/2025
67	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway SE	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
68	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Master Purchase and Services Agreement	3/31/2025
69	Big Lots eCommerce LLC	Manhattan Associates, Inc.	2300 Windy Ridge Pkwy., Suite 700	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
70	Big Lots, Inc.	Manhattan Associates, Inc.	123 Main St.	Atlanta	GA	30301	USA	Extension for oLPN Cross-Reference Barcode	3/31/2025
71	Big Lots, Inc.	Manhattan Associates, Inc.	123 Main St.	Atlanta	GA	30301	USA	Custom WCS Triggers Agreement	3/31/2025
72	Big Lots, Inc.	Manhattan Associates, Inc.	123 Main St.	Columbus	OH	43215	USA	Extension Specification	3/31/2025
73	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Software License, Services, Support and Enhancements Agreement	3/31/2025
74	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Quote for Hardware and Software Support	3/31/2025
75	Big Lots, Inc.	Manhattan Associates, Inc.	123 Main St.	Atlanta	GA	30301	USA	Consulting Services Agreement	3/31/2025
76	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway 10th Floor	Atlanta	GA	30339	USA	Consulting Services Agreement	3/31/2025
77	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway 10th Floor	Atlanta	GA	30339	USA	Consulting Services Agreement	3/31/2025
78	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway 10th Floor	Atlanta	GA	30339	USA	Consulting Services Agreement	3/31/2025
79	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Pkwy., Suite 700	Atlanta	GA	30339	USA	Implementation Services Statement of Work	3/31/2025
80	Big Lots, Inc.	Manhattan Associates, Inc.	1234 Software Lane	Atlanta	GA	30301	USA	Statement of Work for Labor Management Implementation	3/31/2025
81	Big Lots, Inc.	Manhattan Associates, Inc.	123 Main St.	Atlanta	GA	30301	USA	Slotting Optimization Addendum	3/31/2025



No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
82	Big Lots, Inc.	MANHATTAN ASSOCIATES, INC.	123 Main St.	Atlanta	GA	30301	USA	SCI Addendum	3/31/2025
83	Big Lots, Inc.	Manhattan Associates, Inc.	2300 Windy Ridge Parkway	Atlanta	GA	30339	USA	Mutual Non-Disclosure Agreement	3/31/2025
84	Big Lots, Inc.	Mastercard International Incorporated	2000 Purchase Street	Purchase	NY	10577	USA	Order Agreement for Software License and Support	3/31/2025
85	Big Lots, Inc.	Mastercard International Incorporated	2000 Purchase Street	Purchase	NY	10577	USA	Mastercard Services Agreement	3/31/2025
86	Big Lots, Inc.	Mastercard International Incorporated	2000 Purchase Street	Purchase	NY	10577	USA	Master Services Agreement	3/31/2025
87	Big Lots, Inc.	MASTERCARD INTERNATIONAL INCORPORATED	2000 Purchase Street	Purchase	NY	10577	USA	Service Subscription Agreement	3/31/2025
88	Big Lots, Inc.	MASTERCARD INTERNATIONAL INCORPORATED	2000 Purchase Street	Purchase	NY	10577	USA	Service Subscription Form	3/31/2025
89	Big Lots, Inc.	Mastercard International Incorporated	2000 Purchase Street	Purchase	NY	10577	USA	Acceptance Agreement	3/31/2025
90	Big Lots, Inc.	MASTERCARD INTERNATIONAL INCORPORATED	2000 Purchase Street	Purchase	NY	10577	USA	SpendingPulse Service Subscription	3/31/2025
91	Big Lots, Inc.	Mastercard International Incorporated	2000 Purchase Street	Purchase	NY	10577	USA	Order Agreement for Software License and Support	3/31/2025
92	Big Lots, Inc.	MasterCard International Incorporated	2000 Purchase Street	Purchase	NY	10577	USA	Confidentiality Agreement	3/31/2025
93	Big Lots, Inc.	Mastercard International Incorporated	2000 Purchase Street	Purchase	NY	10577	USA	Services Agreement	3/31/2025
94	Big Lots, Inc.	Maxmind	51 Pleasant Street, #1020	Malden	MA	02148-	USA	Services Agreement	3/31/2025
95	Big Lots, Inc.	McAfee	6220 America Center Drive	San Jose	CA	95002	USA	Services Agreement	3/31/2025
96	Big Lots, Inc.	Mediterranean Shipping Co., S.A.	40, Ave Eugene Pittard	Geneva	Geneva	1206	Switzerland	Service Contract	3/31/2025
97	Big Lots, Inc.	Mediterranean Shipping Co., S.A.	40, Ave Eugene Pittard	Geneva	GE	1206	Switzerland	Service Contract	3/31/2025
98	Big Lots, Inc.	Mediterranean Shipping Company S.A.	40, Avenue Eugène Pittard	Geneva	GE	1206	Switzerland	Service Contract	3/31/2025
99	Big Lots, Inc.	Mediterranean Shipping Company S.A.	40, Avenue Eugène Pittard	Geneva	GE		Switzerland	Service Contract	3/31/2025
100	Big Lots, Inc.	Mediterranean Shipping Company S.A.	40, Avenue Eugène Pittard	Geneva	GE	1206	Switzerland	Service Contract	3/31/2025